## FORM D

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

UNITORM LIMITED OFFERING EXEMPTION

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RECEIVED

OMB Number: 3235-0076 Expires: November 30, 2011 Estimated average burden hours per form 16.00

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UP TO 3,000,000 UNITS OF MEMBERSHIP INTEREST
Filing Linder (Check boy(es) that apply): Rule 504 Rule 505 Rule 506 Rule 4(6) DILLOF
Type of Filing: New Filing Amendment
A. BASIC IDENTIFICATION DATA
1. Enter the information requested about the issuer APR 1 7 2007
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)
LIVE AUTOGRAPHS LLC THOMSON
Address of Executive Offices (Number and Street, City, State, Zip Telephone Number (Include And Anglande)
Code) (646) 290-7505
47 EAST 19TH STREET, 6TH FLOOR, NEW YORK, NEW YORK 10003
Address of Principal Business Operations (Number and Street, City, State, Zip Telephone Number (Including Area Code)
Code)
(if different from Executive Offices)
Brief Description of Business the Company will deploy a patent pending technology for a new interactive environment and business operating system, accessible by consumers over the internet.
Type of Business Organization
☐ corporation ☐ limited partnership, already formed ☐ other (please specify):
business trust limited partnership, to be formed LIMITED LIABILITY COMPANY
Month Year
Actual or Estimated Date of Incorporation or Organization: 10 2006 🔀 Actual 🗍 Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: DE
CN for Canada; FN for other foreign jurisdiction)
GENERAL INSTRUCTIONS
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. Or 15 U.S.C.
77d(6).
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is
due, on the date it was mailed by United States registered or certified mail to that address.
Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be
photocopies of the manually signed copy or bear typed or printed signatures.

Filing Fee: There is no federal filing fee.

#### State:

with the SEC.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed

### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicted on the filing of a federal notice.

#### A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Executive Officer Check Box(es) that Apply: ☐ Promoter Beneficial Owner Director □ General and/or Managing Partner Full Name (Last name first, if individual) DWEK, ROBERT Business or Residence Address (Number and Street, City, State, Zip Code) 47 EAST 19<sup>TH</sup> STREET, 6<sup>TH</sup> FLOOR, NEW YORK, NEW YORK 10003 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) POSTER, JORD Business or Residence Address (Number and Street, City, State, Zip Code) 47 EAST 19<sup>TH</sup> STREET, 6<sup>TH</sup> FLOOR, NEW YORK, NEW YORK 10003 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director ☐ General and/or Managing Partner Full Name (Last name first, if individual) ROSEN, FREDERIC D. Business or Residence Address (Number and Street, City, State, Zip Code) 47 EAST 19<sup>TH</sup> STREET, 6<sup>TH</sup> FLOOR, NEW YORK, NEW YORK 10003 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: ☐ Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

				B. II	NFORMA'	TION AB	OUT OFF	ERING			•	
									cc :			Yes No
Has th	he issuer	sold, or do							-		••••	
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wnat	is the mi	inimium in	vesiment tr	iat will be	accepted ii	om any in	igividuai:			••••••		\$100,000 Yes No
Does	the offer	ing permit	joint own	ership of a	single unit	?						
Enter	the info	rmation re	quested fo	r each per	son who h	as been or	will be pa	id or give	n, directly	or indirec	tly, any	
perso	ns of suc	h a broker	or dealer,	you may s	et forth the	informatio	on for that l	oroker or d	ealer only.			
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If a person to be listed is an associate with a state or states, list the name of the bropersons of such a broker or dealer, you may soll Name (Last name first, if individual)  Siness or Residence Address (Number and Street et al., and the state of Associated Broker or Dealer  The sin Which Person Listed Has Solicited or Intagency (Check "All States" or check individual States and the state of the st	Has the issuer sold, or does the issuer intend to sell, to me Answer also in Append.  What is the minimum investment that will be accepted for Does the offering permit joint ownership of a single unit. Enter the information requested for each person who he commission or similar remuneration for solicitation of offering. If a person to be listed is an associated person with a state or states, list the name of the broker or deal persons of such a broker or dealer, you may set forth the Name (Last name first, if individual)  Siness or Residence Address (Number and Street, City, States in Which Person Listed Has Solicited or Intends to Solicited in Minimum (Check "All States" or check individual States)  [AZ] [AR] [CA] [CO]  [N] [N] [N] [NH] [NJ] [NM]  [SC] [SD] [TN] [TX] [UT]  I Name (Last name first, if individual)  Siness or Residence Address (Number and Street, City, States or Residence Address (Num	Has the issuer sold, or does the issuer intend to sell, to non-accredic Answer also in Appendix, Colum What is the minimum investment that will be accepted from any in Does the offering permit joint ownership of a single unit?	Has the issuer sold, or does the issuer intend to sell, to non-accredited investo Answer also in Appendix, Column 2, if filin What is the minimum investment that will be accepted from any individual:  Does the offering permit joint ownership of a single unit?	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this o  Answer also in Appendix, Column 2, if filing under UI  What is the minimum investment that will be accepted from any individual:  Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or give commission or similar remuneration for solicitation of purchasers in connection wi offering. If a person to be listed is an associated person or agent of a broker or dealer re with a state or states, list the name of the broker or dealer. If more than five (5) perso persons of such a broker or dealer, you may set forth the information for that broker or dealer (Last name first, if individual)  Animes (Last name first, if individual)  Animes or Residence Address (Number and Street, City, State, Zip Code)  The of Associated Broker or Dealer  The individual States of the control of the person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  All States  All	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering:	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering:  Answer also in Appendix, Column 2, if filing under ULOE  What is the minimum investment that will be accepted from any individual:  Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or given, directly or indirect commission or similar remuneration for solicitation of purchasers in connection with sales of securities offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are ass persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Name (Last name first, if individual)  A considered Broker or Dealer  The ses in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  A considered Broker or Dealer  The ses in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  A considered Broker or Dealer  The ses in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  A considered Broker or Dealer  The ses in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual)  The second Broker or Dealer  The second Broker or Dealer	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering:  Answer also in Appendix, Column 2, if filing under ULOE  What is the minimum investment that will be accepted from any individual:  Does the offering permit joint ownership of a single unit?  Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Name (Last name first, if individual)  Aniess or Residence Address (Number and Street, City, State, Zip Code)  The of Associated Broker or Dealer  The offering permit point ownership of a single unit?  All States  (Check "All States" or check individual States)  [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI]  [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS]  [IN] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR]  [IN] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI]  Name (Last name first, if individual)  The offering permit distributed by the content of the content o

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange		
	offering, check this box \( \square\) and indicate in the columns below the amounts of the securities		
	offered for exchange and already exchanged.	•	<b>A</b>
	Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	\$	\$
	Equity	\$	\$
	Common Preferred	Ψ	Ψ
	Convertible Securities (including warrants)	¢	•
	Partnership Interests	\$ \$	\$
	Other (Specify) UNITS OF MEMBERSHIP INTERESTS	\$3,000,000	\$
	Total	\$3,000,000	\$ \$
		\$3,000,000	<b>.</b>
2	Answer also in Appendix, Column 3, if filing under ULOE.		<b>A</b>
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate
		Number Investors	Dollar Amount of Purchases
	Accredited Investors		\$
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1		
	Type of offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A	<u> </u>	\$
	Rule 504		\$
	Total		\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fee		\$
	Printing and Engraving Costs	$\boxtimes$	\$500
	Legal Fees	$\boxtimes$	\$100,000
	Accounting Fees	百	\$
	Engineering Fees	$\overline{\sqcap}$	\$
	Sales Commissions (specify finders' fees separately)		\$ \$
	Other Expenses (identify)		\$ \$
	Total	$\boxtimes$	\$100,500
		لاسيا	\$100,500

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	b. Enter the difference between the aggregate offering price given in response to Question 1 and total expenses furnished in response to Part C - Question 4.a. This is the "adjusted gross proceeds to the issuer."	difference		\$2,899,500
5.	Indicate below the amount of the adjusted gross proceeds to the issuer used or propoused for each of the purposes shown. If the amount for any purpose is not known, the estimate and check the box to the left of the estimate. The total of the payments like equal the adjusted gross proceeds to the issuer set forth in response to Part C - Quantove.	furnish an sted must		
			Payments to Officers, Directors, & Affiliates	Payments To Others
	Salaries and fees		□\$ <u> </u>	□\$
	Purchase of real estate		□\$	□\$
	Purchase, rental or leasing and installation of machinery and equipment		<b></b> \$	<u></u> \$
	Construction or leasing of plant buildings and facilities		□\$	□\$
	Acquisition of other businesses (including the value of securities involved in offering that may be used in exchange for the assets or securities of another in pursuant to a merger)	issuer	<u></u>	<u></u> \$
	Repayment of indebtedness		<b>□</b> \$	□\$
	Working capital		 □\$	\$2,899,500
	Other (spe	cify):	\$	 
			<u></u> \$	□\$
	Column Totals	•••••	<b>□</b> \$	∑\$2,899,500
	Total Payments Listed (column totals added)	•••••	⊠\$2	,899,500
	D. FEDERAL SIGNATURE		•••	
he wr	the issuer has duly caused this notice to be signed by the undersigned duly authorized to following signature constitutes an undertaking by the issuer to furnish to the U.S. ritten request of its staff, the information furnished by the issuer to any non-accredited 12.	Securities	and Exchange C	Commission, upon
	suer (Print or Type) IVE AUTOGRAPHS LLC Signature Signat		Date 4-6-	07
	ame of Signer (Print or Type)  OBERT DWEK  Title of Signer (Print or Type)  CHAIRMAN AND CHIEF EXE	CUTIVE C		
	ATTENTION	2011111	TICER	
int	ATTENTION Itentional misstatements or omissions of fact constitute federal criminal violations.	(See 18 U	.S.C. 1001.)	

	B. STATE COUNTY OF		
1.	Is any party described in 17 CFR 230.252(c), (d), (e) or (f) presently subject to any of the disqualification provisions or such rule?	Yes	No
	See Appendix, Column 5 for state response.		
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is file	d, a not	ice on

STATE SIGNATURE

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signaturity Date
LIVE AUTOGRAPHS LLC	Man Sile 4-6-07
Name (Print or Type)	Title (Print or Type)
ROBERT DWEK	CHAIRMAN AND CHIEF EXECUTIVE OFFICER

#### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1		2	3	1		4			5
	to non- investo	ed to sell accredited ors in State B-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount p	of investor and ourchased in State rt C-Item 2)		under St (if yes explan waiver	lification ate ULOE , attach ation of granted) -Item 1)
State	Yes	No	UNITS OF MEMBERSHIP INTERESTS \$3,000.000	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA		X	\$3,000,000						х
СО									
СТ									
DE									
DC									
FL		Х	\$3,000,000						Х
GA									
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ID									
IL									
IN									
IA									
KS									
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LA									
ME									
MD									
MA		Х	\$3,000,000						Х
МІ									
MN									
MS									
МО						$\mathcal{E}\mathcal{N}$	in .		